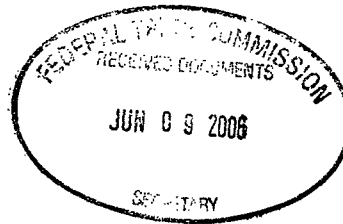


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Sheila Wheatley
Wheatley Distributors
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June , 2006

Federal Trade Commission/Office of the Secretary, Room H -135 (Annex W)
600 Pennsylvania Avenue, NW
Washington, DC 20580

Re: Business Opportunity Rule, R511993

Dear Sir or Madam:

I am writing this letter to express my strong opposition to the proposed Business Opportunity Rule R511993. I understand that it is the responsibility of the Federal Trade Commission to protect the public from "unfair and deceptive acts or practices," but the rule as proposed would make it very difficult for me to operate my business as a Shaklee Independent Distributor.

I have been a Shaklee Distributor for more than 25 years. Originally, I became a Shaklee Distributor because I love the Company's nutritional/personal care/household products and wanted to earn some additional income working from home. Now my husband, Wayne, and I depend upon this extra income for our livelihood. While it is annoying that there are so many competitors in the health/wellness industry (many of them disreputable in the extreme), this fact leads me to a number of conclusions:

1. **It is to my competitive advantage to have competitors, good and bad,** because it clearly defines my duty to distinguish Shaklee Corporation, a company with far more integrity (I might add) than government agencies, from its many competitors.
2. **I understand that you are trying to protect consumers from the flim-flam artists of the world,** but, frankly, the sad fact that a "sucker is born every minute" will not change due to your proposed legislation. It is always the rule of the day in every generation that the "buyer beware." For example, are you proposing the same legislation for the manufacturers of every product sold in every venue in the U.S.? If not, why not?
3. **If you wish to propose a national advertising campaign (using all media) that instructs the buyer to beware when purchasing any product new to them, that would be reasonable.** However, the addition of burdensome legislation (a specialty of the U.S. Congress), only inhibits legitimate free-enterprise, the backbone of this nation, while *pretending* to stop thieves. It is my observation that thieves are far more clever than the U.S. Government and will always find ways around legislation. I was always taught that locks only keep honest people out. It is time that our government stop trying to legislate us toward the "perfect"

society, which will never exist. It is far preferable to use the news media to alert the public to scams and misleading claims. A good example of this is the expose that occurred in the media some time ago regarding "magic pills" that increase your gas mileage. Frankly, I'm not certain why the media is needed, since any person with a modicum of intelligence can check their gas mileage and within a few tanks determine if their gas mileage has increased by 25%. How difficult is this? Cannot someone easily determine if a hair loss product regrows their hair? Is the U.S. Government really required to help people figure this out? I am, however, certain that what is *not* needed is more government regulation and red tape to protect people from their own lack of common sense.

4. Without trying to take a cheap shot, but merely out of curiosity, I would be interested to compare Shaklee's record of innocence regarding corporate (and individual officer's) malfeasance with that of any branch or agency of the U.S. Government. Could *you* pass this test if these regulations applied to you before you were able to hire an employee? My real point is that I always detect a certain note of hypocrisy when the U.S. Government or any of its agencies passes legislation that does *not* apply to itself.

One of the most confusing and burdensome sections of the proposed rule is the seven -day waiting period to enroll new distributors. Most of the people who sign an application do so to purchase Shaklee products at a wholesale price. In other words, they are solely consumers of the products. If they later wish to build a business, all they must do is supply Shaklee Corporation with their Social Security Number or Tax Identification Number. There is no additional kit, fee or application required. The Shaklee Member Kit costs only \$19.95. This is far less than many, if not most, consumer purchases, from TVs to all manner of household appliances, none of which require a seven-day waiting period. In addition, the seven -day waiting period is unnecessary in that Shaklee Corporation already has a 90% buyback policy for products, including the Member Kit, purchased by a distributor within the last two years.

The proposed rule requires the disclosure of a minimum of 10 prior purchasers nearest to the prospective purchaser. There are many problems with this proposed requirement. In this day of identity theft, I am uncomfortable giving out the personal information of other Shaklee distributors, without their knowledge or consent, to strangers. I understand that those who sign up after the rule takes effect would be told in writing "If you buy a business opportunity from the seller, your contact information can be disclosed in the future to other buyers." I believe that this would dissuade new people from signing up as distributors as they are concerned not only about identity theft, but also about their privacy. People to day are understandably reluctant to share their personal information with individuals they may never have met.

Providing the ten references also could damage the businesses of numerous Shaklee distributors. Lower ranking distributors often are involved in more than one direct selling company. Providing a list to a potential recruit, who may already be a distributor for a competing direct selling company, may be an invitation to solicit existing distributors for such other opportunity.

The ten reference requirement also is an administrative burden. In order to obtain the list of 10 prior purchasers, I will need to provide Shaklee Corporation with the prospective distributor's

address, and then wait to receive the list of the 10 nearest distributors who became distributors within the past three years. Each prospective recruit will need a customized disclosure statement. This will result in a delay far longer than seven calendar days before any potential recruit can sign an application. In view of the fact that many people enter direct selling part-time to earn extra income for a specific goal, such as holiday purchases or a family vacation, the long wait which the proposed rule will entail may make the goal unattainable.

The proposed rule calls for the release of any information regarding lawsuits that allege misrepresentation, or unfair or deceptive practices over a ten-year period. It does not matter if the company was found innocent or not liable. Today, almost all business lawsuits contain claims of misrepresentation or unfair competition. It does not make sense to me that I would have to disclose these lawsuits unless Shaklee Corporation, or its officers, directors or sales department employees, had been found guilty or liable. Otherwise, fifty-year old companies such as Shaklee Corporation and their distributors would be placed at a disadvantage compared to start-up direct selling companies, which may not yet have experienced litigation but which are far more likely to have legal issues surrounding their opportunities.

While I appreciate the work of the FTC to protect consumers, I believe this proposed new rule has many unintended consequences for direct sellers and that there are less burdensome alternatives available to the agency to achieve its goals.

Thank you for your time in considering my comments.

Sincerely,

[REDACTED]

Sheila Wheatley, Owner

Wheatley Distributors